

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

REGALO INTERNATIONAL, LLC

Plaintiff,

v.

MUNCHKIN, INC.

Defendant.

Civil Action No. 1:15-cv -1103-LPS-CJB

DECLARATION OF DENNIS BUTLER

I, Dennis Butler, pursuant to 28 U.S.C. § 1746, hereby declare as follows:

1. I am over the age of eighteen years and am competent to testify as to the matters asserted herein. I make this Declaration based upon personal knowledge. I submit this Declaration opposing *Defendant Munchkin, Inc.’s Motion to Disqualify Plaintiff’s Counsel Panitch, Schwarze, Belisario, & Nadel, LLP*.

2. Because of the nature of Munchkin, Inc.’s (“Munchkin”) motion, this Declaration may touch on attorney work product, as well as attorney-client privileged information. I have attempted to provide sufficient details necessary for the Court to properly evaluate the motion, while not disclosing any information protected as attorney work product or privileged attorney-client communications. It is not my intent to, and I do not waive either the attorney work product immunity for the information or subjects addressed herein, nor waive attorney-client privilege for the information or subjects addressed herein. I am prepared, however, to provide additional details to the Court if it desires regarding the information and subjects addressed herein, via *in camera* submission or a similar procedure that will ensure the information is protected by attorney work product and/or attorney-client privileged.

3. Since January 2016, I have been a Partner at Panitch Schwarze Belisario & Nadel LLP (“Panitch”) and I was an associate at Panitch from 2009-2015.

4. I have reviewed the billing records for Munchkin and Regalo International, LLC (“Regalo”) matters prepared by Panitch’s accounting department. The records indicate that I have never worked on any Munchkin matters. The records further indicate that I have spent over 200 hours on Regalo matters since February, 2012, including representing Regalo in prior patent infringement litigation. I specifically assisted with the representation of Regalo in a patent infringement litigation (*Regalo International, LLC v. DEX Products, Inc.*, 08-cv-4206, MND) involving two of the patents-in-suit in the present matter. Based on my experience with the Panitch billing and accounting departments, I believe these records to be accurate.

5. The Munchkin billing records further indicate that only one current Panitch partner ever entered time to Munchkin matters – Mr. Ronald Panitch, who spent 0.4 hours on a Munchkin matter in September, 2010.

6. Only two current staff members of Panitch entered time to Munchkin matters. Ms. Donna Marks entered 3.2 hours between February, 2012 and January, 2013 and Ms. Linda Davies entered 0.1 hours in April, 2008.

7. One current associate of Panitch entered time to Munchkin matters. Mr. Keith Jones entered 14.1 hours between September, 2013 and October, 2013.

8. The Munchkin billing records indicate that from February 2008 to December, 2014, Panitch attorneys and staff spent approximately 1,480 hours on Munchkin matters. No time has been entered since December, 2014.

9. The Panitch records indicate that 1,370.7 hours were entered against Munchkin by Laura Genovese, Esq., Maureen Kassner, Esq., and Christine Smith, who, based on my understanding, currently practice together at K&G Law in Ambler, Pennsylvania.

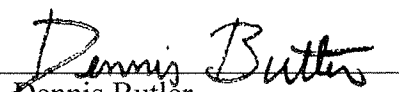
10. To the best of my knowledge, K&G Law continues to represent Munchkin to this day and all Munchkin files were transferred from Panitch to K&G Law in December, 2014.

11. The Munchkin billing records indicate that over 90 hours were spent on Munchkin matters by other Panitch attorneys and staff who departed Panitch prior to the departures of Ms. Genovese, Ms. Kassner, and Ms. Smith.

12. Since January, 2015, I have not accessed any Munchkin documents, except for purposes of opposing the present Motion. I searched Munchkin documents for purposes of opposing this motion for the word, "Tecce" and a single email from Ms. Genovese to Mr. Tecce forwarding a notice involving a case filed against Munchkin was located. Following the search, Munchkin's records have been configured such that no Panitch personnel have access to the records.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my knowledge and belief.

Executed on March 18, 2016

By: 
Dennis Butler